

Supplier Code of Conduct

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1. Definitions

“Associates” shall mean all directors, officers, managers, employees (whether full-time, temporary, or part-time), trainees, interns, etc. of CACTUS, wherever located.

“Suppliers” shall mean any individual or organization, who/ which provides goods, services or materials to CACTUS, including but not limited to all current and potential consultants, vendors, distributors, sub-contractors, business contacts, intermediaries, advisors, agents, freelancers, contractors, and any other parties involved in the supply chain who contribute to the delivery of products or services to CACTUS, including their employees, freelancers, and contractors.

“Bribery” shall mean an act of offering, giving, receiving, or soliciting of any item of value, reward, or advantage to influence the actions or decisions of a person to the benefit/interest of the giver.

“Gifts and Hospitality” mean something that is given to another person including but not limited to cash or its equivalent, entertainment vouchers, favors, gifts, accommodation, invitation to a meal, or an event or any item having any cost or financial value.

2. Our Commitments and Expectations

Cactus Communications Private Limited including all its global affiliates and group companies (“CACTUS” / “Company” / “we” / “our” / “us”) is dedicated to fostering a culture of integrity, professionalism, and ethical conduct. We expect our Suppliers (“you / yours”) to share our commitment to social responsibility and environmental sustainability. We endeavor to work with all our Suppliers in most ethical manner and support them in enhancing their ESG performance through continuous engagement in the form of capacity building and periodic evaluation where relevant.

As a global organization, we recognize the importance of maintaining the

highest standards of business ethics. In line with our guiding principles, we have established a Supplier Code of Conduct (“Code”). This Code elucidates the expectations CACTUS has from its Suppliers globally. This Code will enable CACTUS to exercise appropriate controls and processes in fiduciary vigor while purchasing goods and services. CACTUS has established company standards through its Code of Conduct that includes ethical business practices and regulatory compliance. Likewise, CACTUS expects the Suppliers with whom we engage in business to embrace this commitment to integrity by complying with and training their employees on the CACTUS Supplier Code of Conduct.

Our guiding principles serve as the foundation upon which we build our culture, make decisions, and interact with our stakeholders. One of our guiding principles is “Do what is right even if it is hard”. We firmly believe in doing what is right, even when no one is watching. Our Supplier Code of Conduct reflects our dedication to integrity, ethical conduct and compliance with applicable laws and regulations. It ensures that we maintain the trust of our Stakeholders and protect our reputation as a trustworthy and reliable organization.

All Suppliers shall abide by this Code. In addition to this Code, Suppliers are expected to comply with CACTUS’ governance policies including but not limited to Anti-Bribery and Anti-Corruption (ABAC) Policy, Gift and Hospitality Policy, Sustainable Procurement Policy, and Policy on Fraud, Money Laundering and Anti-Competitive Practices. These policies pave the pathway for the minimum standards and practices that CACTUS’ Suppliers are required to follow.

3. Who Does this Policy Apply to?

This Code is applicable to all Suppliers of CACTUS. It is imperative that all acquired entities of CACTUS be governed by this Code unless CACTUS declares otherwise.

4. Purpose

This Code emphasizes CACTUS’ integral values such as integrity, trust, transparency and our firm commitment to our customers, Suppliers and communities. The purpose of this Supplier Code of Conduct is to establish guidelines and standards for our supply chain operations that promote

environmental, social, and economic sustainability. This Supplier Code of Conduct is designed to ensure that our procurement practices align with our commitment to sustainability, ethical conduct, and continuous improvement. This Code is applicable to all purchases of goods and services which support CACTUS' internal business operations or during providing support of goods and services to CACTUS' customers.

We intend to spread awareness about the possible supplier misconducts and ensure that there are adequate procedures in order to prevent Suppliers' involvement in any such activity, even where the involvement may be unintentional, and to set responsibility for Suppliers to vigilantly observe and uphold their position against any misconduct.

5. Guiding Framework

Aligning with the United Nations Guiding Principles on Business and Human Rights, this Code conforms to the internationally recognized standards including:

- International Labour Organization's Declaration on Fundamental Principles and Rights at Work
- International Labour Organization's Core Conventions (No. 29, 87, 98, 100, 105, 111, 138, 182) and Labor Standards
- United Nations Convention on the Rights of the Child Article 32
- OECD Guidelines for Multinational Enterprises
- OECD Due Diligence Guidance for Responsible Business Conduct
- United Nations Global Compact Principles
- International Bill of Human Rights, including the Universal Declaration of Human Rights and the main instruments through which it has been codified: the International Covenant on Civil and Political Rights, and International Covenant on Economic, Social and Cultural Rights.

This Code is also aligned with CACTUS' Human Rights Policy. CACTUS is committed to upholding a high standard for operating ethically in the arenas of environment, health and safety, and human rights in its supply chain, enabling its employees' and Suppliers' to exercise rights to freedom of movement, expression, speech, religion, belief, gender equality and privacy.

CACTUS supports UK Modern Slavery Act (2015) and Japan's Guidelines on Respecting Human Rights in Responsible Supply Chains (2022). This Guideline recommends that all enterprises engaging in business activities in Japan respect human rights in their supply chains and carry out Human Rights Due Diligence.

6. Key Expectations from Suppliers

- The Supplier is expected to incorporate and implement this Code in a way that aligns with your own values and principles, and existing supplier programs (if any).
- We firmly believe that both society and businesses benefit most from ethical business conduct and practices. It is imperative that our Suppliers should strictly adhere to all the relevant laws, regulations, and standards.
- You must recognize the diversity in cultural norms and the difficulties in understanding and applying this while adhering to this Code on a global scale. You must acknowledge that the approach to implement this Code may vary and must respect the legal, ethical, and cultural norms of the respective countries you operate in.
- You must recognize that the best way to apply this Code is through a continuous process of improvement that enhances the performance of Suppliers over time.

7. Supplier's Responsibilities

Ethics

Suppliers shall operate their business in an ethical manner and act with integrity.

7.1 Ethical Business Practices

Any form of Bribery, coercion, or theft is strictly forbidden. Suppliers are not allowed to give or receive bribes or engage in any unlawful schemes in their dealings with their suppliers or in their interactions with the government. Suppliers must operate their businesses in a manner that upholds fair and robust competition and adheres to all relevant anti-trust regulations. Suppliers are strictly required to refrain from plagiarism. Suppliers are required to practice ethical business methods, which include honest and precise marketing.

7.2 Identification of Concerns

Employees of the Suppliers must be encouraged in voicing any worries or unlawful actions at their jobs without fear of retaliation, coercion, or bullying. Suppliers are required to look into and address any such issues effectively.

7.3 Gifts and Hospitality

No payments, services, gifts, entertainment, hospitality or any other benefits shall be provided or received by any Associates or third party if their purpose is to impact how an Associate or third party performs their responsibilities. Likewise, Associates shall not provide or offer any such payments, services, gifts, entertainment, or other benefits to any Supplier with the goal of affecting how the Supplier executes their tasks. Additionally, there will be no real or attempted money laundering activities.

7.4 Conflict of Interest

Suppliers are prohibited from forming any financial or alternative relationship with a CACTUS Associate that might lead to any real or possible conflict of interest for CACTUS. Supplier must recognize that a conflict of interest occurs when the personal interests of the Associate conflicts with the duties of their role in the Company. Any such conflicts should be openly disclosed and addressed. Even the mere possibility of a conflict of interest can be harmful to both CACTUS and the Supplier, and must be openly reported and authorized in advance by CACTUS management.

7.5 Protecting Company Assets

The resources and assets of CACTUS must not be exploited or misused. They must be primarily and carefully utilized for carrying out the activities for which they are legally authorized. This encompasses physical or tangible assets such as computers, systems, infrastructure, tools and equipment, substances, and supplies, as well as intangible assets such as proprietary information, intellectual property, and connections with partners within the value chain of CACTUS.

7.6 Securities Transactions and Confidential Information

In instances where any Supplier finds out about confidential, material, and non-public details concerning CACTUS or its operations, he or she should refrain from purchasing or selling CACTUS' securities or taking any steps to benefit from this information, which includes sharing it with others. Moreover, if the Supplier learns about critical, confidential information regarding any other corporation, including but not limited to CACTUS' clients, Suppliers, vendors, or other business allies, that they gain knowledge about through their dealings with CACTUS, then the Supplier is also prohibited from buying or selling the

securities of that company, nor can they take any further actions to benefit from this information, including disseminating it further.

7.7 Privacy

Suppliers must safeguard and use confidential information appropriately to ensure that Company's, Associates, and customer privacy rights are protected.

Labor:

Suppliers shall ensure upholding the human rights of its employees / freelancers and treating them with dignity and respect.

7.3 Freely Chosen Employment

Suppliers shall not use forced labour of any type (for example, forced, bonded or indentured labor or involuntary prison labor.)

7.4 Child Labor and Young Workers

Suppliers shall not engage child labor. The hiring of minors under the age of 18 will be restricted to activities that are non-hazardous in nature and only when the children have reached either the age set by their country's laws for working or the age at which they have completed mandatory education.

7.5 Non-Discrimination

Suppliers are required to offer a working environment that is free from harassment and inhuman treatment. Discrimination based on attributes such as race, skin color, age, gender, sexual preference, cultural background, disability, religion, political support, membership in a union, or marital status is not accepted.

7.6 Fair Treatment

Suppliers must ensure a work environment that is devoid of unfair treatment and abusive behavior, such as sexual harassment, sexual assault, corporal punishment, psychological or physical coercion, and verbal abuse of Suppliers' employees, and there should not be any kind of threat of any such treatment.

7.7 Wages, Benefits and Working Hours

Suppliers must compensate its employees in compliance with relevant labor regulations of the country, which include setting minimum wages, overtime rates, and required benefits. Suppliers are obligated to explain to their employees their compensation

methods in a timely manner. Suppliers should also inform employees about the necessity of overtime (in case any such requirement arises) and the pay they will receive for working extra hours.

7.8 Freedom of Association

Facilitating open dialogue and proactive interaction with employees to address issues related to work environment and salary must be encouraged by Suppliers. Suppliers are expected to honor the rights of their employees, as defined by regional or local laws of the country, to engage without restrictions, to either become part of or remain independent from labor unions, be part of employee committees and seek representation and join workers' councils. Suppliers' employees should have the freedom to openly talk to the management about their working conditions without fear of retaliation, intimidation, or discomfort.

7.9 Health and Safety

Suppliers must strive to provide a safe, healthy, and clean working environment for all their employees. Workplace safety risks must be controlled. Suppliers shall cultivate a culture of Zero harm.

7.10 Third Party Representation

Suppliers are not permitted to use CACTUS or as a representation to engage in brand usage with the CACTUS name without obtaining explicit approval from CACTUS. Representatives from CACTUS who are authorized to act on behalf of CACTUS are required to follow the CACTUS Code of Conduct in their dealings with others and on CACTUS' behalf, ensuring the confidentiality of the information provided to them.

Environment

7.11 Sustainable Operations

Suppliers shall work towards being environment-friendly (*focusing on pollution prevention and resource conservation*), especially regarding the greenhouse gas emission, chemical management, water and energy consumption, and waste and dangerous substances management. Suppliers shall make efforts to offset the impacts of global warming in its operations.

Management Systems

7.12 Regulatory compliance

Supplier is obligated to adhere to all applicable legal requirements and principles, both

in letter and in spirit, in all the territories in which they operate. Suppliers shall identify and comply with relevant customer requirements.

7.13 Commitment and Accountability

Suppliers are expected to show dedication to the concepts outlined in this document by allocating appropriate and sufficient resources.

7.14 Risk Management

Suppliers must have mechanisms in place to assess and manage risks in all areas addressed in this document.

7.15 Documentation

Suppliers must maintain necessary documentation in a systematic manner to demonstrate conformance with these expectations and compliance with applicable regulations.

7.16 Continual Improvement

Suppliers are expected to consistently improve their performance by setting performance goals and objectives, executing implementation plans and taking necessary corrective actions for gaps identified by internal or external assessments, inspections, and management reviews.

8. Communication and Training

It is your commitment to ensure that this Code of conduct is available and understood by employees within your organization, who are engaged in providing services to CACTUS.

9. Raising a Concern or Complaint

The prevention, detection and reporting of breach of the Supplier Code of Conduct is the responsibility of all those working for or with CACTUS. You are required to avoid any activity that might lead to or suggest a breach of this Code of Conduct.

Any person who has reason to believe that a violation of this Code of Conduct has occurred, or may occur, must promptly report this information to the Supplier Risk Assessment Committee (SRAC) by writing to suppliergrievance@cactusglobal.com

All incidents that come to notice shall be promptly and thoroughly investigated. Investigations shall be conducted impartially by trained and unbiased individuals who have no direct involvement in the reported incident.

The Company aims to maintain comprehensive records of all complaints and investigation outcomes securely.

10. Zero Retaliation

CACTUS is committed to no retaliation provisions towards those who file reports or complaints related to violation of this Code of Conduct. CACTUS aims to prevent victimization and other retaliatory behavior towards the Stakeholders, so they aren't afraid to speak up about any issues. To ensure that this Code of Conduct is adhered to and to assure that the concerns or grievances will be acted upon seriously, CACTUS shall ensure that:

- a. the person reporting violation of this Code of Conduct is not victimized and adequate safeguards against such victimization are provided;
- b. complete confidentiality of the person reporting the concern is maintained;
- c. suitable action is taken against any person violating this Code of Conduct.

11. Monitoring and Review

CACTUS' Suppliers will establish and put in place appropriate measures wherever required, to ensure compliance with the relevant Code of Conduct, policies, procedures, and controls.

CACTUS' Suppliers will monitor the effectiveness and review the implementation of this Code of Conduct regularly considering its suitability, adequacy, and effectiveness. Any improvements identified will be made as soon as possible. CACTUS reserves the right to amend this Code of Conduct at any time, at its sole discretion, with or without notice.

12. Disciplinary Action

Non-compliance with the Code of Conduct by any Supplier may result in

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suspension of payment and termination of all contracts and association with them. An Associate acting in contravention of the Code of Conduct will also face disciplinary action up to and including summary dismissal and criminal or civil penalties which will vary according to the offence.

